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RECORDATION NO. 11034-C Filed 1425

JUL 12 1982-4 45 PM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Secretary:

July 9, 1982

No. 2-194A017
JUL 12 1982
Date.....
10:00

ICC Washington, D. C.

We enclose herewith one original and multiple fully executed and acknowledged counterparts of the following secondary document: Assignment, dated as of July 9, 1982, by Girard Bank (as Assignor) to The Connecticut Bank and Trust Company, as Agent for Connecticut General Life Insurance Company and John Hancock Mutual Life Insurance Company (as Assignee). The Assignment has appended to it a Release of Interest by Girard Bank in the Conditional Sale Agreement hereinafter described. We are special counsel to the Assignee in connection with this transaction. We hereby request that this Assignment be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The primary document to which this Assignment is connected is a Conditional Sale Agreement, dated as of November 8, 1979, recorded under Recordation Number 11034. We hereby request that this Assignment be cross-indexed.

The names and addresses of the parties to the enclosed Assignment are as follows:

ASSIGNOR: Girard Bank
Three Girard Plaza
Philadelphia, Pennsylvania 19102

ASSIGNEE: The Connecticut Bank and Trust
Company, as Agent for Connecticut
General Life Insurance Company
and John Hancock Mutual Life
Insurance Company
One Constitution Plaza
Hartford, Connecticut 06115
Attention: Corporate Trust Department

Constitution Bank and Trust Company

RECEIVED
JUL 12 1982 4:45 PM
I.C.C. RECORDED
OPERATION BR.

MORGAN, LEWIS & BOCKIUS

Secretary
Interstate Commerce Commission
July 9, 1982
Page Two

A description of the equipment covered by the enclosed Assignment is as follows:

50 units of 50'6" 70-ton Box Cars, Type XM, bearing the following road numbers (both inclusive): NSL160200 through NSL160249.

Pursuant to 49 CFR Chapter X, Subchapter B, part 1002, §1002.2(d)(48), we enclose herewith the filing fee of \$10.00 for this secondary document. Please return the original Assignment and any extra copies not needed by the Commission for recordation to the undersigned.

A short summary of the enclosed Assignment to appear in the index is as follows:

Assignment by Girard Bank (as Assignor), Three Girard Plaza, Philadelphia, Pennsylvania 19102, to The Connecticut Bank and Trust Company, as Agent for Connecticut General Life Insurance Company and John Hancock Mutual Life Insurance Company (as Assignee), One Constitution Plaza, Hartford, Connecticut 06115, Attention--Corporate Trust Department; covering 50 units of 50'6" 70-ton Box Cars, Type XM, bearing the following road numbers (both inclusive): NSL160200 through NSL160249, and connected to a Conditional Sale Agreement, dated November 8, 1979, with the Recordation Number 11034.

Very truly yours,



N. Jeffrey Klauder

/jj
Enclosures

RECORDATION NO. 11034-C

RELEASE OF INTEREST
IN CONDITIONAL SALE AGREEMENT

JUL 12 1982 -4 45 PM

INTERSTATE COMMERCE COMMISSION

Document: Conditional Sale Agreement, dated November 8, 1979, between Whittaker Corporation (Berwick Forge & Fabricating Division), Vendor, and National Railway Utilization Corporation and Pickens Railroad Company, Vendee

Filing Date: November 8, 1979
Recordation No. 11034

TO WHOM IT MAY CONCERN:

Girard Bank ("Girard") hereby releases and relinquishes any interest in the above-referenced Conditional Sale Agreement which was assigned by the Vendor to Girard, pursuant to an Agreement and Assignment, dated November 8, 1979, Recordation No. 11034A.

[Corporate Seal]

GIRARD BANK

Attest: *Lilly G. Johnson*
Title: Secretary

By *Robert M. Devan*
Title: Vice President

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF PHILADELPHIA)

On this 9TH day of JULY, 1982, before me personally appeared ROBERT M. DEVAN, to me personally known, who, being by me duly sworn, says that he is an officer of GIRARD BANK, that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said person acknowledged said instrument was the free act and deed of said corporation.

Cheryl Mays
Notary Public

CHERYL MAYS
Notary Public, Phila., Phila. Co.
My Commission Expires March 31, 1984

